

EXHIBIT A
ORRICK, HERRINGTON & SUTCLIFFE LLP
INVOICES FOR THE TIME PERIOD
APRIL 1-30, 2012



ORRICK, HERRINGTON & SUTCLIFFE LLP
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David Austern, Futures Claims Representative for
W.R. Grace & Co.
c/o Claims Resolution Management Corp.
3110 Fairview Park Drive, Suite 200
Falls Church, VA 22042

May 9, 2012
Client No. 17367
Invoice No. 1363185

Orrick Contact: Roger Frankel

FOR SERVICES RENDERED through April 30, 2012 in connection with
the matters described on the attached pages:

\$ 143,709.00

DISBURSEMENTS as per attached pages:

111.10

TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):

\$ 143,820.10

Matter(s): 17367/11, 13, 2, 4, 8, 9

DUE UPON RECEIPT

The following is for information only:
Previous Balance not included in this invoice:
\$376,202.88
If this amount has already been paid, please disregard.

In order to ensure proper credit to your account,
please reference your **INVOICE** and **CLIENT** numbers on your remittance.
For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

REMITTANCE ADDRESS:

Orrick, Herrington & Sutcliffe LLP
Lockbox #774619
4619 Solutions Center
Chicago, IL 60677-4006
Reference: 17367/ Invoice: 1363185

ELECTRONIC FUNDS TRANSFERS:

ACH & Wire Transfers:
ABA Number 121000248
SWIFT CODE: WFBIUS6S
Account Number: 4123701088
Wells Fargo
420 Montgomery Street
San Francisco, CA 94104
Account of
Orrick, Herrington & Sutcliffe LLP
Reference: 17367/ Invoice: 1363185
E.I.N. 94-2952627

OVERNIGHT DELIVERY:

Orrick, Herrington & Sutcliffe LLP
c/o Wells Fargo
Attn: Lockbox #774619
350 East Devon Avenue
Itasca, IL 60143
(213) 614-3248
Reference: 17367/ Invoice: 1363185



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For Legal Services Rendered Through April 30, 2012 in Connection With:

Matter: 8 - Litigation

03/04/12	M. Wallace	Review correspondence regarding indemnity settlement agreement.	0.10
04/01/12	R. Wyron	Review revised BNSF Agreement (.6); review changes to other settlements (.4).	1.00
04/02/12	R. Wyron	Review settlement agreement drafts (1.6); call with settlement group and follow-up (.9); work on BNSF language (.7); organize open issues (.2).	3.40
04/02/12	R. Frankel	Review status with R. Wyron; e-mails re document open issues and order.	0.60
04/02/12	R. Frankel	Review revised BNSF Indemnity Agreement from R. Wyron (.6); review series of e-mails re open issues (.2).	0.80
04/02/12	R. Frankel	Telephone conference with Grace Team, B. Phillips, D. Cohn and M. Giannotto (.4); telephone conference with R. Wyron, A. Paul re status (.3).	0.70
04/02/12	R. Frankel	Confer with R. Wyron re status with M. Giannotto.	0.30
04/03/12	R. Wyron	Review response and suggested language for BNSF (.8); confer with R. Frankel and e-mails re same (.4); call with M. Giannotto and follow-up (.4); call with J. Donley (.3); begin review of revised documents (1.6).	3.50
04/03/12	R. Frankel	Review series of e-mails with B. Phillips, R. Wyron, A. Paul re BNSF open settlement issues (.5); review listing of BNSF claims from Kirkland and BNSF stipulation (.6).	1.10
04/03/12	R. Frankel	Review changes to BNSF Settlement Agreement (.7); confer with R. Wyron re same (.3).	1.00
04/03/12	R. Frankel	Confer with R. Wyron re BNSF open issues.	0.40
04/03/12	R. Frankel	Review revised versions of Libby Insurer settlement agreement.	0.90
04/03/12	R. Frankel	Review revised version of BNSF-Insurer-Libby settlement agreement.	0.90



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04/04/12	R. Wyron	Revise BNSF agreement (1.1); respond to e-mails re same and follow-up (.6).	1.70
04/04/12	R. Frankel	Review historical Towers Perrin projections of aggregate claim liability under TDP.	1.20
04/04/12	R. Frankel	Review with R. Wyron open settlement issues with BNSF.	0.40
04/04/12	R. Frankel	Review Settlement Fund Trust Agreements and revise (.7); review forms of revised releases (.5).	1.20
04/04/12	R. Frankel	Review series of e-mails with R. Wyron, B. Phillips, M. Giannotto regarding open BNSF issues in indemnity settlement agreement.	0.70
04/05/12	R. Wyron	Review and respond to e-mails re settlement issues and follow-up.	0.60
04/05/12	R. Frankel	Review revised BNSF - Grace Indemnity Settlement Agreement (.8); review series of e-mails from R. Wyron, D. Cohn, M. Giannotto regarding same (.4).	1.20
04/06/12	R. Wyron	Calls re settlement status and follow-up (.6); revise BNSF settlement agreement and calls re same (1.8); begin review of insurer settlements (.9).	3.30
04/06/12	R. Frankel	Review revised BNSF indemnity settlement agreement.	0.80
04/06/12	R. Frankel	Series of e-mails regarding need for F. McGovern with A. Paul, R. Wyron, M. Giannotto.	0.40
04/06/12	R. Frankel	Telephone conference with R. Wyron regarding possible PD settlement.	0.30
04/06/12	R. Frankel	Series of e-mails with R. Wyron, A. Paul regarding BNSF agreement.	0.40
04/08/12	R. Frankel	Review e-mails, open issues in Libby - Insurer settlement agreements.	0.60
04/09/12	D. Felder	Conference with R. Wyron regarding update and settlement issues.	0.30
04/09/12	R. Wyron	Review settlement agreement drafts and follow-up (.9); finalize BNSF Agreement draft and circulate (.4); multiple calls with CNA and Grace, and follow-up (1.3); organize notes (.2); review draft order on remaining issues (.2); confer with D. Felder re AMH status and follow-up (.4).	3.40
04/09/12	R. Frankel	Review suggested changes to various settlement agreements/releases from D. Cohn.	1.20
04/09/12	R. Frankel	Telephone conference with J. Donley, A. Paul, R. Wyron re status of settlement agreements (.4); notes re open issues (.5).	0.90
04/09/12	R. Frankel	Review final BNSF indemnity agreement from R. Wyron (.8); review Libby Term Sheet insert from A. Paul (.3).	1.10
04/09/12	R. Frankel	Telephone conference with Kirkland, R. Wyron, M. Giannotto, J. Aldock re settlement issues.	0.60



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04/10/12	D. Felder	Review PD issues.	1.00
04/10/12	R. Frankel	Review Judge Buckwalter order and remarks on document re May 1 hearing (.3); review with R. Wyron (.2).	0.50
04/11/12	D. Felder	E-mail correspondence with J. O'Neill regarding preliminary agenda for April omnibus hearing and review same (.3); review recently filed motions regarding environmental remediation and e-mail correspondence regarding same (.8); review PD issues (1.5).	2.60
04/11/12	R. Wyron	Review status of settlements and respond to e-mails re same (.6); call with Grace counsel re issues and follow-up (.8); follow-up on BNSF settlement (.2); review Intrawest pleadings and respond to L. Esayian re same (.6).	2.20
04/11/12	R. Frankel	Review drafts of marked agreement from M. Giannotto, e-mails re same (1.7); review open issues in settlements (.5).	2.20
04/11/12	R. Frankel	Telephone conference with M. Shelnitz, J. Donley, A. Paul, R. Wyron re settlement issues, May 1 hearing.	0.80
04/11/12	R. Frankel	Telephone conference with D. Austern re M. Shelnitz conversation (.3); confer with R. Wyron re same (.3).	0.60
04/11/12	R. Frankel	Review Quigley 2nd Circuit opinion re scope of 524(g) injunction.	1.50
04/12/12	D. Felder	Review PD issues (1.0); conference with R. Wyron regarding same (.3).	1.30
04/12/12	R. Wyron	Review and respond to e-mails re issues on settlements (.8); calls with M. Giannotto and follow-up (.6); calls with J. Donley re status (.4); call with P. Lockwood re issues and Grace request re interest, and follow-up (1.1).	2.90
04/12/12	R. Frankel	Review e-mail chain with Libby-MCC open issues (.7); confer with R. Wyron re settlement status (.4).	1.10
04/12/12	R. Frankel	Confer with R. Wyron re call with M. Giannotto, issues re hearing at USDC, notes re same.	0.50
04/12/12	R. Frankel	Review, consider USDC order granting hearing on Garlock motion.	0.60
04/13/12	R. Wyron	Review changes to settlement documents and follow-up (.9); review modified order and e-mail re same (.3).	1.20
04/13/12	R. Frankel	Review agenda for April Omnibus Hearing.	0.30
04/13/12	R. Frankel	Telephone conference with J. Donley re case issues (.3); confer with R. Wyron re same (.3).	0.60
04/16/12	D. Fullem	Review recently filed pleadings.	0.20
04/16/12	D. Felder	Review order regarding environmental settlement agreement and April 23 omnibus hearing agenda (.3); review BNSF settlement agreement and note issues regarding same (1.1).	1.40



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04/16/12	R. Wyron	Review and revise BNSF/settlement and follow-up (1.7); review changes to insurer and BNSF Libby settlement agreement and e-mails re same (1.6).	3.30
04/16/12	R. Frankel	Review Garlock Motion for Reconsideration and related pleadings.	2.20
04/16/12	R. Frankel	Review revised Order approving BNSF-Libby settlement.	0.90
04/16/12	R. Frankel	Prepare notes re conference call with Kirkland re May 1 hearing.	0.80
04/16/12	R. Frankel	Review settlement documents from M. Giannotto.	1.70
04/17/12	D. Fullem	Review recently filed pleadings.	0.20
04/17/12	D. Felder	E-mail correspondence with R. Wyron regarding notice of claims settlement.	0.10
04/17/12	R. Wyron	Prepare for call with Grace and ACC re Garlock issues and May hearing (1.9); review final settlement agreement changes and follow-up (.7).	2.60
04/17/12	R. Frankel	Confer with R. Wyron re status of settlement agreements (.3); confer with R. Wyron re May 1 hearing, Garlock pleadings (.4).	0.70
04/17/12	R. Frankel	Review revised BNSF Indemnity Claim Settlement Agreement.	1.30
04/18/12	R. Wyron	Review transcripts for Garlock argument (1.1); call with Grace counsel re strategy and follow-up (1.2); revise settlement agreement and follow-up with BNSF and CNA (.9); respond to e-mails re status (.6).	3.80
04/18/12	R. Frankel	Series of e-mails re open issues re settlement agreements (.5); confer with R. Wyron re call with J. Donley (.3).	0.80
04/18/12	R. Frankel	Telephone conference with E. Inselbuch re proposal on stock warrants (.3); confer with R. Wyron re same (.2).	0.50
04/18/12	R. Frankel	Preliminary review of transcript from oral argument (June 28, 29) before Judge Buckwalter.	1.10
04/18/12	R. Frankel	Telephone conference with J. Donley, A. Paul, P. Lockwood and R. Wyron re settlement status, May 1 hearing.	1.10
04/19/12	D. Fullem	Review recently filed pleadings.	0.20
04/19/12	D. Felder	Review confirmation hearing transcript regarding Garlock issues and e-mail correspondence with R. Frankel and R. Wyron regarding same (.9); review notice of settlement regarding Locke claimant and telephone conference regarding same (.8); review certificate of counsel regarding Intrawest (.5).	2.20
04/19/12	R. Wyron	Calls re settlement and strategy with J. Donley and R. Frankel (.4); call with CNA counsel and follow-up (.3); revise and finalize BNSF agreement (.8); continue preparation for 4/26 meeting re Garlock (1.3).	2.80



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04/19/12	R. Frankel	Review Garlock portions of transcript of June 2011 oral argument (1.7); prepare notes re same (.3); confer with R. Wyron re same (.3).	2.30
04/19/12	R. Frankel	Review and prepare notes re Judge Buckwalter opinion in preparation for May 1 hearing.	1.90
04/19/12	R. Frankel	Telephone conference with J. Donley, R. Wyron re motion to approve settlement (.4); confer with R. Wyron re same and issues re warrants (.4).	0.80
04/20/12	D. Fullem	Review recently filed pleadings.	0.20
04/20/12	D. Felder	Review order approving amended stipulation regarding Intrawest lift stay motion and e-mail correspondence with R. Frankel regarding same.	0.50
04/20/12	R. Wyron	Review and respond to e-mails re settlement (.2); confer with settlement parties (.2); review and circulate draft (.2); review Montana letter and follow-up (.6); confer regarding strategy (.2).	1.40
04/20/12	R. Frankel	Review series of e-mails re Intrawest settlement.	0.40
04/20/12	R. Frankel	Review series of e-mails re BNSF-Libby settlements.	0.60
04/20/12	R. Frankel	Review counter-proposal letter from F. Monaco (.6); e-mails re same (.3).	0.90
04/20/12	R. Frankel	Review motion to approve settlement, motion to shorten time (.6); e-mails re same (.2).	0.80
04/23/12	D. Felder	Review correspondence regarding Montana's claims and follow-up regarding same (1.0); research regarding settlement issues and review pleadings regarding same (1.8); conference with R. Wyron regarding same (.2).	3.00
04/23/12	R. Wyron	Review Montana letter and research issues (2.4); review Garlock pleadings for 5/1 hearing (1.7); review draft 3rd Circuit update and respond to e-mails re same (.3).	4.40
04/23/12	R. Frankel	Review, exchange series of e-mails re Montana offer with E. Inselbuch, J. Donley, D. Felder.	0.70
04/23/12	R. Frankel	Review cases re judicial estoppel issues.	2.20
04/23/12	R. Frankel	Review draft letter to 3rd Circuit Clerk; e-mails re same.	0.40
04/24/12	R. Wyron	Call with Grace and ACC re strategy and follow-up (.8); prepare for 4/26 session re Garlock (1.1); further analysis re Montana claims (.7).	2.60
04/24/12	R. Frankel	Review Montana correspondence in preparation for team call; review materials re estoppel.	0.80
04/24/12	R. Frankel	Confer with R. Wyron re Montana, Libby-BNSF settlements in preparation for conference call.	0.70
04/24/12	R. Frankel	Telephone conference with Grace, P. Lockwood, E. Inselbuch, R. Wyron re Montana issues, Libby-BNSF settlement status (.6); notes re same (.3).	0.90



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04/24/12	R. Frankel	Review series of e-mails from A. Rich, ACC re omnibus settlement with Libby and BNSF.	0.60
04/25/12	D. Felder	Conference with R. Wyron regarding Montana issues and follow-up regarding same.	2.20
04/25/12	R. Wyron	Work on Garlock issues for May 1 hearing and follow-up.	2.10
04/25/12	R. Frankel	Review issues, e-mails re status of settlement arguments (.4); telephone conference with J. Aldock re same (.4).	0.80
04/25/12	R. Frankel	Review issues re equitable mootness.	1.40
04/25/12	R. Frankel	Review final status report to 3rd Circuit.	0.30
04/26/12	D. Felder	Conferences with R. Frankel regarding Garlock's motion for reconsideration (.3); research and note issues regarding same (2.5); research regarding response to Montana (1.5); begin drafting response regarding same (1.0).	5.30
04/26/12	D. Felder	Review Garlock briefs filed in District Court.	0.50
04/26/12	R. Wyron	Review transcripts of Garlock arguments to prepare for May 1 hearing (1.3); review pleadings and briefs (1.1); meet with Grace and ACC counsel re hearing and follow-up (3.1); respond to e-mails re hearing and settlement status (.3).	5.80
04/26/12	R. Frankel	Review Garlock pleadings re reconsiderations, reargument, reply and sur-reply (1.4); prepare notes re arguments (.8).	2.20
04/26/12	R. Frankel	Review transcript, orders appointing FCR from bankruptcy court (.8); review bar date notices re contribution claims (asbestos) (.6); confer with D. Felder re same (.2).	1.60
04/26/12	R. Frankel	Confer with R. Wyron and prepare for meeting at Kirkland.	0.60
04/26/12	R. Frankel	Confer with J. Donley, A. Paul, R. Wyron, P. Lockwood, C. Landau in preparation for USDC oral argument and follow-up re same (3.6); e-mails, notes re same (.3).	3.90
04/26/12	R. Frankel	Telephone conference with D. Austern re status of hearing; prepare for same.	0.30
04/27/12	D. Felder	Review issues regarding Garlock's motion for reconsideration and conference with R. Frankel regarding same (2.8); review case law regarding Montana issues (1.6).	4.40
04/27/12	R. Frankel	Review Garlock appeal brief, Plan Proponents' main brief and Garlock's reply brief in preparation for May 8 argument.	2.80
04/30/12	D. Fullem	Review recently filed pleadings.	0.20
04/30/12	D. Felder	Research regarding Montana issues (3.0); draft response letter regarding same (5.0).	8.00
04/30/12	R. Wyron	Review case law re Montana issues (.8); work on draft response (.9).	1.70
04/30/12	R. Frankel	Confer with R. Wyron re Garlock motion for reconsideration, hearing.	0.30
04/30/12	R. Frankel	Review with R. Wyron logistics for hearing, status of BNSF-Libby settlement.	0.30



O R R I C K

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04/30/12	R. Frankel	Prepare outline of argument before Judge Buckwalter re FCR related issues (1.9); review code classification issues (.7).	2.60
04/30/12	R. Frankel	Confer with R. Wyron re estoppel argument on motion for reconsideration.	0.40

Total Hours	156.60	
Total For Services		\$137,306.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	32.80	650.00	21,320.00
Roger Frankel	69.00	995.00	68,655.00
Debra O. Fullem	1.00	270.00	270.00
Mary A. Wallace	0.10	740.00	74.00
Richard H. Wyron	53.70	875.00	46,987.50
Total All Timekeepers	156.60	\$876.80	\$137,306.50

Disbursements

Document Reproduction	102.40	
Other Business Meals	5.70	
Telephone	0.00	
Total Disbursements		\$108.10

Total For This Matter	\$137,414.60
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Invoice No. 1363185

For Legal Services Rendered Through April 30, 2012 in Connection With:

Matter: 11 - Compensation of Professionals - Other

04/05/12	D. Fullem	Coordinate finalizing, filing, serving of Lincoln's November monthly fee application.	1.00
04/25/12	D. Fullem	Prepare CNO for Lincoln's November fee application and CNO for D. Austern's December fee application.	0.80
04/25/12	D. Felder	Review CNOs for Lincoln and D. Austern fee applications and e-mail correspondence with D. Fullem regarding same.	0.20
04/26/12	D. Fullem	Coordinate filing/serving of CNOs for Lincoln and D. Austern.	0.50

Total Hours	2.50	
Total For Services		\$751.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	0.20	650.00	130.00
Debra O. Fullem	2.30	270.00	621.00
Total All Timekeepers	2.50	\$300.40	\$751.00

Total For This Matter	\$751.00
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For Legal Services Rendered Through April 30, 2012 in Connection With:

Matter: 13 - Compensation of Professionals - Orrick

04/01/12	R. Wyron	Review and respond to fee auditor's inquiry.	0.40
04/02/12	D. Fullem	Review R. Wyron revisions to response to fee auditor's initial report for Oct-Dec 2011; revise response.	0.90
04/03/12	R. Wyron	Review response to fee auditor and back-up.	0.40
04/04/12	R. Wyron	Review March prebill.	0.30
04/05/12	D. Fullem	Review response to fee auditor initial report; follow-up with R. Wyron.	0.20
04/05/12	D. Fullem	Update fee/expense charts and circulate to R. Frankel and R. Wyron.	0.30
04/05/12	D. Fullem	Review March pre-bill.	1.00
04/06/12	D. Fullem	Confer with R. Wyron re response to fee auditor's initial report and follow-up.	0.50
04/06/12	D. Fullem	Review and respond to e-mail from D. Felder March prebill.	0.20
04/06/12	R. Wyron	Review response to fee auditor and follow-up.	0.40
04/09/12	D. Felder	Review March prebill.	1.00
04/10/12	D. Felder	Review issue regarding response to fee auditor's report and conference with H. Quinn regarding same.	0.20
04/13/12	D. Fullem	Review e-mails and follow-up on expense issue.	0.80
04/16/12	D. Fullem	Follow-up with R. Wyron regarding expense information in reply to fee auditor's initial report.	0.90
04/17/12	D. Fullem	Confer with R. Wyron regarding revisions to response to fee auditor's initial report (.2); revise same (.3); finalize (.2); prepare e-mail to B. Ruhlander (.2).	0.90
04/17/12	D. Fullem	Review recently filed fee applications.	0.20
04/19/12	D. Fullem	Begin draft of March fee application.	1.00
04/20/12	D. Fullem	Prepare update to fee/expense charts.	0.20
04/20/12	D. Felder	Review CNO for February fee application (.2); review March fee application and e-mail correspondence to D. Fullem regarding same (.5).	0.70
04/23/12	D. Fullem	Update draft of March fee application; e-mail to R. Wyron for review.	0.40
04/23/12	D. Fullem	Update fee/expense charts.	0.30
04/23/12	R. Wyron	Review monthly fee application and follow-up.	0.40
04/24/12	D. Fullem	Prepare Orrick's March fee application.	1.20



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04/24/12	D. Fullem	E-mail to C. Hartman regarding filing of March fee application.	0.20
04/25/12	D. Fullem	Finalize March fee application.	0.50
04/26/12	D. Fullem	Review previously filed fee applications.	0.50

Total Hours	14.00	
Total For Services		\$5,651.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	1.90	650.00	1,235.00
Debra O. Fullem	10.20	270.00	2,754.00
Richard H. Wyron	1.90	875.00	1,662.50
Total All Timekeepers	14.00	\$403.68	\$5,651.50

Disbursements		
Postage	3.00	
Total Disbursements		\$3.00

Total For This Matter	\$5,654.50
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*** COMBINED TOTALS ***

Total Hours	173.10	
Total Fees, all Matters		\$143,709.00
Total Disbursements, all Matters		\$111.10
Total Amount Due		\$143,820.10